

EXHIBIT B

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Counsel to the Debtors and Debtors in
 Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

-----	x	
	:	Chapter 11
In re:	:	
	:	Case No. 08-35653 (KRH)
CIRCUIT CITY STORES, INC., et al.,	:	
	:	Jointly Administered
Debtors.	:	
-----	:	
	x	

**AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF WILLIAMS MULLEN
 AS A PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF
 BUSINESS**

STATE OF VIRGINIA)
) ss:
CITY OF RICHMOND)

Turner A. Broughton, being duly sworn, deposes and says:

i) I am a member of the firm Williams Mullen, P.C. (the "Firm"), which has been employed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")¹ in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records for the names identified thereon. Based on that search, neither I, the Firm, nor any member, counsel, or associate thereof, insofar as I have been able to ascertain, has

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSstuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

any connection with the Debtors, their creditors or stockholders, or any party in interest herein, except as set forth hereinafter:

- (a) CarMax, Inc.;
- (b) CC Countryside 98, LLC;
- (c) CC-Investor 1997-4, Delaware Business Trust;
- (d) Crown CCI and Burbank Mall Associates, LLC (Irvine, CA);
- (e) Crown CCI, LLC (Hawthorne, CA);
- (f) Dick's Sporting Goods, Inc.;
- (g) DIRECTV, Inc.;
- (h) Dollar Tree;
- (i) Golf Galaxy, Inc.;
- (j) Hayward 880, LLC;
- (k) LumiSource, Inc.;
- (l) Phillip Sales, Inc.;
- (m) Stillwater Designs and Audio, Inc.;
- (n) Symantec Corporation & Navarre Distribution Services, Inc.;
- (o) 1890 Ranch, Ltd.;
- (p) Burbank Mall Associates, LLC – Media City Mall, Burbank, CA;
- (q) CC-Wichita Falls, 89 Trust;
- (r) CC-Ridgeland 98, LLC;
- (s) CC-Philadelphia 98, LLC;
- (t) CC-Frederick 98, LLC;

- (u) Hayward 880, LLC;
- (v) Save Mart Supermarkets;
- (w) Carmax Systems, Inc.;
- (x) CC Aviation LLC;
- (y) Avest, LLC;
- (z) Aircraft Acquisition/CC Aviation, Inc.

2. The Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.

3. Prior to Circuit City filing its petition in bankruptcy, Williams Mullen has assisted Circuit City with general commercial litigation, class action litigation, employee benefits matters, as well as with certain real estate transactions. At the time of bankruptcy, had unpaid invoices in the amount of approximately \$43,272.50.

4. This Firm and certain of its members, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered

in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal [attorneys and paralegals/other professionals] designated to represent the Debtors and their current standard Circuit City rates, which are equal to or less than each timekeeper's standard rate, are:

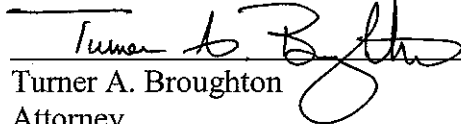
5.	Calvin W. Fowler, Jr. -	\$385
	Turner A. Broughton -	\$315
	W. Benjamin Pace -	\$265
	Harold E. Johnson, Jr. -	\$255
	Lauren Wheeling -	\$205
	Charles Kemp -	\$360
	Matthew Groh -	\$195
	Catherine Marriott -	\$460
	David Duval -	\$395
	David Reed -	\$450
	Claire Pollock -	\$170
	Brydon Dewitt -	\$370
	Steven Marks -	\$100

6. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for

work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its attorneys, paralegals and other professionals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, long distance telephone, facsimile transmissions, photocopies, courier service, electronic research, filing fees, fees for official documents, court reporters, consulting or testifying experts, or investigators, and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

7. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm [nor by any member, counsel, or associate thereof] as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

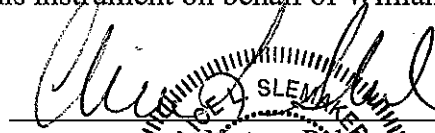
WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of Williams Mullen, P.C., a Professional Utilized in the Ordinary Course of Business.



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STATE OF VIRGINIA)
)
CITY OF RICHMOND)

The foregoing instrument was acknowledged before me, Alice L. Slemaker, Notary Public, this 30th day of January, 2009, by TURNER A. BROUGHTON, who is personally known to me. TURNER A. BROUGHTON, attorney for Williams Mullen, voluntarily acknowledged this instrument on behalf of Williams Mullen.



ALICE L. SLEMAKER
Notary Public
REG #221788
Registration Number 221788
My commission expires 1/30/2010
NOTARY PUBLIC
COMMONWEALTH OF VIRGINIA
Notary Seal: